

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1244.
FILED, JANUARY 22nd. 1965.

Jee P

JONSMITH MINES LIMITED

Full corporate name of Company

Letters Patent dated January 21, 1947 and Supplementary Letters Patent dated

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 February 1, 1955
(Ontario) by Letters Patent dated May 1st, 1957). and September 13, 1962.

FILING STATEMENT

Reference is made to previous
Filing Statement No. 1040.

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company has entered into an underwriting and option agreement dated January 19, 1965 with A.E. Osler Company Limited, particulars of which are referred to in item 6 hereof. The Company has terminated its working option agreement with Ellmargo Mining Company Limited. (See previous Filing Statement.)		
2. Head office address and any other office address.	Room 906, 357 Bay Street, Toronto 1, Ontario.		
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director	E.C. Macleod, 85 Lawrence Crescent Toronto,	Prospector
	Vice-President and Director	J.M. Macintosh, 48 Rosedale Road, Toronto,	Solicitor
	Director	C.H. Walker, 10 Dale Avenue, Toronto,	Solicitor
	Director	J.H. Stratton, 16 Dale Avenue, Toronto,	Stock Broker
	Director	J. Douglas Streit, 3 Mildenhall road, Toronto,	Stock Broker
	Director	Paul Doyon, 67 Patterson Street, Sudbury, Ontario,	Prospector
	Secretary-Treasurer and Director	W.M. Macintosh, 5 Campbell Crescent, Toronto,	Solicitor
	Assistant Secretary-Treasurer	S.H. Warren, 494 Avenue Road, Willowdale.	Accountant
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 7,000,000 N.P.V. Issued: 5,600,000		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None		
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated January 19, 1965, A.E. Osler Company Limited and the Company have agreed that subject to the approval of the Toronto Stock Exchange the remaining option of 200,000 shares at 30¢ per share under the agreement between them dated February 17, 1964, which falls due May 20, 1965, shall be cancelled, and A.E. Osler Company Limited has agreed to underwrite 200,000 treasury shares at 30¢ per share, and has been granted options on a further 800,000 as follows: Blocks of 200,000 shares each at 35¢, 40¢, 50¢ and 75¢ payable within 3, 6, 9 and 12 months respectively from the effective date of the agreement, being the date of acceptance for filing of this Statement by the Toronto Stock Exchange. A.E. Osler Company Limited is acting under the said agreement on its own behalf as to a 50% interest, on behalf of Glenburk Mines Limited as to 37½% interest and on behalf of Larum Mines Limited as to 12½% interest. The Company, by resolution of the Board of Directors, granted to E.C. MacLeod, President and Chief Executive Officer, an option to purchase all or any part of 200,000 treasury shares at 25¢ per share within 2 years from the 22nd day of January, 1963. This option has been extended to the 22nd day of January, 1967.		

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	<p>A.E. Osler Company Limited has entered into the said underwriting and option agreement referred to in item 6. on its own behalf as to 50% and on behalf of the undermentioned clients in the proportion set opposite their respective names. Glenburk Mines Limited, Room 906, 357 Bay Street, Toronto 1, Ontario, 37½% - Larum Mines Limited, Room 906, 357 Bay Street, Toronto 1, Ontario, 12½%.</p> <p>Glenburk Mines Limited and Larum Mines Limited are public companies. Mr. E.C. MacLeod is President and Mr. J.M. Macintosh Vice-President of Jonsmith Mines Limited and Glenburk Mines Limited and Mr. J.M. Macintosh is President and Mr. E.C. MacLeod Vice-President and Managing Director of Larum Mines Limited.</p>
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The proceeds of the sale of treasury shares will be used by the Company, together with funds on hand, to carry out a diamond drilling program on the surveyed claims which it owns in Mann Township, Porcupine Mining Division, and to complete a geophysical survey on the said claims not yet surveyed in accordance with the recommendations of E.L. McVeigh, Consulting Geologist, at an estimated cost of \$55,000.00; to carry out a diamond drilling program and geophysical work on the Company's Godfrey and Jamieson Township claims at an estimated cost of \$15,000.00; to maintain its other mining properties in good standing; and for general administrative and head office expenses.</p> <p>No funds will be used for purposes other than as disclosed without prior notice having been accepted by the Exchange.</p>
10. Brief statement of company's chief development work during past year.	<p>The Company carried out extensive development work and diamond drilling under the terms of the Working Option Agreement between it and Ellmargo Mining Company Limited dated February 4, 1964, which option was subsequently terminated. The company acquired by staking groups of unpatented mining claims in Mann, Godfrey, Jamieson and Kenogaming Townships in Porcupine Mining Area, and carried on general development and geophysical surveys thereon. The company also did certain development work on the Kenogaming Township claims previously held by it and maintained its other properties in good standing.</p>
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Nil
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Nil
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	N/A

FINANCIAL STATEMENTS

JOURNAL OF MINING SCIENCES

BALANCE SHEET

December 31, 1964

ASSETS

<u>Current Assets</u>	<u>Current Liabilities</u>
Cash	\$ 43,427
Sundry accounts receivable, advances and prepaid expenses	\$ 3,717
<u>Investments</u>	<u>Capital and Deficit</u>
Government of Canada Bonds - 3 1/4% 1976, at cost { approximate market value \$3,435 }	\$ 4,015
Shares in other mining companies, at cost { approximate market value \$10,537 }	39,596
Subsidiary company, shares in New Dominion Nickel Mines Limited, at nominal value (note 1)	1
Interest in prospecting venture, at cost	563
Mining claims, at cost	138,335
Equipment, at cost	9,051
Deferred exploration, development and administration charges	821,969
	<u>Issued and Fully Paid</u>
	<u>5,400,000 shares</u>
	<u>Deficit</u>
	129,581
	<u>Capital Stock { notes 2, 3, 4, 5 }</u>
	<u>Authorized</u>
	7,000,000 shares of no par value
	<u>Issued and Fully Paid</u>
	<u>5,400,000 shares</u>
	<u>Deficit</u>
	1,055,182
	<u>Accounts payable and accrued expenses</u>
	\$ 5,492

ACCOUNTANTS' COMMENTS

The accompanying notes are an integral part of these financial statements.

The accompanying balance sheet of Jonsmith Mines Limited as at December 31, 1964 and statements of deferred exploration, development and administration charges, deficit and source and application of funds for the year ended on that date have been prepared by us from the books and records of the company and from information given to us.

We did not perform an audit of the accounts and accordingly are not in a position to express an opinion on these financial statements.

Toronto, Canada,
January 19, 1965.

Chartered Accountants.

JONSMITH MINES LIMITED

NOTES TO FINANCIAL STATEMENTS

December 31, 1964

1. The financial statements of New Dominion Nickel Mines Limited are not consolidated with those of Jonsmith Mines Limited because of the substantial minority interest amounting to approximately 34% and the accounts of the subsidiary are not material in relation to those of the company.

The accounts of the subsidiary show neither profit nor loss for the year ended December 31, 1964 but the company's proportion of expenses deferred to future operations amounted to \$1,209. The company's equity in the book value of the net assets of the subsidiary at December 31, 1964 was \$20,240.

Because the company's proportion of the losses of the subsidiary incurred since acquisition has exceeded the cost of the shares, the investment has been written down to \$1.

2. 600,000 shares of the company's capital stock were issued during the year ended December 31, 1964 for \$100,000.

200,000 shares of the company's capital stock were issued January 18, 1965 for \$50,000.

3. Under an agreement dated January 19, 1965 the company agreed to sell 200,000 shares at 30¢ per share subject to the approval of the Toronto Stock Exchange hereinafter referred to as the effective date.

Options were granted to purchase all or any part of an additional 800,000 shares of the capital stock of the company as follows:

All or any part of 200,000 shares at 35¢ per share within three months of the effective date.
All or any part of 200,000 shares at 40¢ per share within six months of the effective date.
All or any part of 200,000 shares at 50¢ per share within nine months of the effective date.
All or any part of 200,000 shares at 75¢ per share within twelve months of the effective date.

4. An option to purchase 200,000 shares of the capital stock of the company at 25¢ per share on or before January 22, 1967 has been granted to a director.

STATEMENT OF DEFICIT

Year Ended December 31, 1964

Deficit, December 31, 1963	\$ 86,645
Deduct: Investment income	130
	\$ 86,515
Add: General prospecting Ontario and Quebec	\$ 9,102
Loss on sale of investments	7,028
Cost of Ellmargo Option terminated	4,500
Exploration expenses - Ellmargo	
Option Senneterre Mining Division	
Surface trenching	\$ 1,141
Diamond drilling	13,901
Surveys	3,459
Camp buildings and equipment	1,150
General exploration	2,786
	22,437
	43,067
Deficit, December 31, 1964	\$129,582

JONSMITH MINES LIMITED

STATEMENT OF DEFERRED EXPLORATION, DEVELOPMENT
AND ADMINISTRATION CHARGES

Year Ended December 31, 1964

Exploration and Development

Timmins Mining Division

Carman Township	\$ 2,360	
Surface trenching	418	\$ 2,778
General exploration		
Godfrey and Jamieson Townships		
Surface trenching	\$ 2,828	
Travelling	1,033	
General exploration	1,923	5,784
Keefer and Kenogaming Townships		
Surface trenching	\$ 5,434	
General exploration	2,678	8,112
Mann Township		
Recording extensions and abstract fees	\$ 1,835	
Surface trenching	6,390	
Surveys	5,862	
Board and general camp expenses	3,042	
Tractors, trucks and boats	3,009	
Engineering fees, salaries and expenses	1,784	
Travelling	1,042	
General exploration	1,181	24,145

Other Mining Claims

General exploration	\$ 6,610	
Balance, December 31, 1963	<u>658,620</u>	<u>665,230</u>
		\$706,049

Head Office and Administration

Accounting and secretarial	\$ 2,400	
Rent	480	
Telephone and telegraph	75	
Postage and stationery	149	
Share issue expense	1,634	
Legal and audit	3,560	
Corporation taxes	90	
Bank charges	31	
Meetings and reports	767	
Office and general	<u>261</u>	
	\$ 9,447	
Balance, December 31, 1963	<u>106,473</u>	<u>115,920</u>
Total, per balance sheet		<u>\$821,969</u>

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

Year Ended December 31, 1964

Source of Funds

Sale of shares	\$100,000	
Investment income	130	
Sale of investments	8,663	
Recovery of expenses	43	
		\$108,836

Funds Applied

Exploration and Development Expenses		
Cabot Township	\$ 1,134	
Burrows Township	22	
Butler Township	896	
Carman Township	2,779	
Chuter Township	5	
Des Rosiers Township	110	
Goose Lake Area	60	
Godfrey and Jamieson Townships	5,784	
Gouldie Lake	100	
Hebecourt Township	438	
Keefer and Kenogaming Townships	8,112	
Kenogaming Township	33	
Mann Township	24,144	
Parkin Township	110	
Ralleau Township	30	
Sewell Township	845	
South Lorraine Township	142	
Algoma Township	1,913	
Wilson Township	803	
Yeo Township	11	
Ontario and Quebec - general	<u>9,102</u>	<u>\$56,573</u>
Cost of Ellmargo Option	\$ 4,500	
Exploration expenses - Ellmargo	<u>22,437</u>	<u>26,937</u>
Head Office Expense		<u>9,448</u>
Increase in Working Capital		<u>\$ 15,878</u>
Working capital, December 31, 1964		\$ 41,651
Working capital, December 31, 1963		<u>25,773</u>
Increase in working capital		<u>\$ 15,878</u>

ENGINEER'S REPORT

Note:- The following are excerpts from a report by E. L. MacVeigh, B. A., M. S., dated, January 11th, 1965, on mining claims located in the Southeast part of Mann Township, Cochrane Area, Province of Ontario. A complete copy of this report is on file with the Toronto Stock Exchange.

FOREWORD

In the Spring of 1964 Jonsmith Mines Limited acquired by staking 94 mining claims in the southeast part of Mann Township, Cochrane Area, Ontario. This staking followed important discoveries of copper, zinc and silver ore by the Texas Gulf Sulphur Company in Kidd Township located 19 miles to the southwest.

In the summer of 1964 Jonsmith Mines Limited line-cut an area of approximately 40 claims on which the writer conducted a geomagnetic and electromagnetic survey.

SUMMARY & RECOMMENDATIONS

The Electromagnetic Survey has shown the presence of two strong conductors striking in an east-west direction on the Jonsmith property in Mann Township. These conductors are traceable for 3600 feet and 2200 feet and are indicated to be in favorable rhyolite formation mineralized with pyrite, pyrrhotite and chalcopyrite with the presence of nickel as determined by assay. Graphite is present with the sulphide minerals.

The South Conductor is traceable for 1200 feet on Jonsmith ground and crosses the south boundary of the property between Picket Lines 40W and 44W. The conductor then parallels the boundary of Jonsmith at a distance of 100 to 200 feet south. As this conductor zone is estimated to dip north at about 75° or less it should re-enter the Jonsmith property on the dip at 400 to 700 feet vertically.

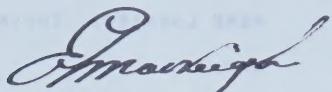
The north of the two conductors, which is traceable for 2200 feet is incompletely outlined and probably continues east of the picket line grid. It is recommended that an additional mile of geophysical survey be carried out to the east along the strike of this conductor. Picket lines should be extended from the base line to the Concession line between Concession II and Concession III and spaced at distances of 400 feet. A total line mileage of approximately 12 miles will be required for base lines, picket lines, and fill-in.

Five drill hole locations are recommended for the initial exploration of the results gained by the Geophysical Surveys. The first hole will investigate the attitude of the South Conductor at the south boundary of the property and will cross-section the former Cunigold copper occurrence at depth. The following drill sites are established on the property:

Hole	Collar Location	Bearing	Angle	Length.
J.S.1	4300'W + 390'N.	South	-60°	1200'
J.S.2	1600'W + 1150'N	South	-45°	500'
J.S.3	1925'W + 920'N	West	-45°	500'
J.S.4	0800'W + 1400'N	South	-45°	500'
J.S.5	1600'W + 0530'S	West	-45°	500'

The above drilling totals 3200 feet. With allowance for follow-up drilling and an investigation of the proposed further geophysical work, it is recommended that a total of 8,000 feet of diamond drilling be considered. The overall cost of this drilling under winter conditions in Mann Township may be estimated at \$6.00 per foot, or a total of \$48,000.00. The cost of the additional geophysical survey work and extras will be approximately \$7,000.00, or a total estimated expenditure of \$55,000.00.

Respectfully submitted by,



January 11, 1965,
Haileybury, Ontario.

E.L. MacVeigh B.A., M.Sc.

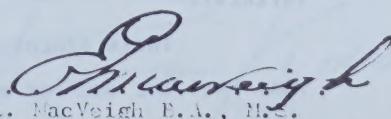
Haileybury, Ontario.
January 11, 1965.

ENGINEER'S CERTIFICATE AS SUMMARY REPORT
DATED JANUARY 11th, 1965, ON THE EXPLORA-
TION OF A PART OF THE GOLAYE FONTE
PROPERTY OF JONSMITH LTD., COCHRANE AREA,
ONTARIO.

I, ELLIOTT MACVEIGH, of Haileybury in the Province of Ontario, hereby certify:-

1. THAT I am a Consulting Geologist and reside at Haileybury Ontario.
2. THAT I am a graduate of the University of Illinois with the degrees of Bachelor of Arts and Master of Science and have been practising my profession as a Geologist since 1932 in Northern Ontario and Quebec.
3. THAT I have no direct, indirect or anticipated interest in the mining claims mentioned in this report nor in the companies interested in the property reported herein.
4. THAT the accompanying report is based on supervision of the Geophysical work on the Jonsmith Mines property in Mann Township between the dates of September 1st and November 1st, 1964, and supervision of diamond drill programs in the northwest part of Mann Township in the years 1947 to 1952.

DATED this 11th day of January, 1965.



E.L. MacVeigh B.A., M.Sc.

ENGINEER'S REPORT

INTRODUCTION

THIS REPORT DESCRIBES THE RESULTS OF AN ELECTROMAGNETIC SURVEY. THIS SURVEY WAS DONE WITH THE OBJECT OF LOCATING ANY SULFIDE CONDUCTIVE BODIES PRESENT. THE WORK WAS DONE WITH HORIZONTAL LOOP EQUIPMENT HAVING 300 FOOT COIL SEPARATION ALONG PICKET LINES ORIENTED IN A NORTHWESTERLY DIRECTION. THE PICKET LINES, EM READINGS, AND RESULTING CONDUCTORS ARE SHOWN ON THE MAP WHICH ACCOMPANIES THIS REPORT.

RESULTS

FOUR CONDUCTORS, CALLED "A", "B", "C", AND "D", WERE LOCATED. THEIR LOCATIONS ARE SHOWN ON THE ACCOMPANYING MAP.

DISCUSSION OF RESULTS

ALL FOUR CONDUCTORS ARE LOCATED IN THE GENERAL AREA OF A RHYOLITE-ANDESITE CONTACT, AS SHOWN ON MAP 2046 OF THE ONTARIO DEPARTMENT OF MINES. AS SUCH THEY ARE WELL SITUATED GEOLOGICALLY.

CONDUCTORS "A" AND "B" MAY BE FAULTED SEGMENTS OF THE SAME CONDUCTOR, IF A FAULT IS ASSUMED TO LIE UNDER MATTAGAMI RIVER AT THIS POINT.

CONDUCTOR "B" WAS CHECKED MAGNETICALLY AND FOUND TO BE NON-MAGNETIC. THE OTHER CONDUCTORS WERE NOT CHECKED. MANY SULFIDE BODIES IN THE PORCUPINE AREA ARE NOT MAGNETIC.

ALL FOUR CONDUCTORS HAVE THE GENERAL EXPECTED STRIKE OF THE ROCK FORMATIONS IN THE AREA. THEY ARE THUS MORE LIKELY TO BE LYING IN A ROCK CONTACT SETTING THAN IN SHEAR ZONES, WHICH ARE LIKELY TO BE TRANSVERSE TO THE ROCK TRENDS. THE CONTACT SETTING IS THE MORE FAVORABLE ONE, GEOLOGICALLY SPEAKING, IN THE REGION.

THE PROPERTY IS CHARACTERIZED BY A COMPLETE ABSENCE OF NEAR-CONDUCTORS. THESE ARE USUALLY FOUND IN SEDIMENTARY ROCKS. IT IS THEREFORE BELIEVED THAT THE PROPERTY IS UNDERLAIN BY VOLCANIC ROCKS, WITH PERHAPS SOME IGNEOUS INTRUSION.

ALL THE CONDUCTORS ARE CLEAR AND DEFINITE. ALL ARE OF MODERATE STRENGTH, THE "B" BEING THE STRONGEST. ALL DISPLAY MODERATE CONDUCTIVITY.

OVERBURDEN IS BELIEVED TO BE IN THE ORDER OF 50 TO 150 FEET.

CONCLUSIONS

ALL FOUR CONDUCTORS ARE OF POSSIBLE ECONOMIC INTEREST.

THEIR GEOLOGICAL SETTING ENHANCES THE CHANCES THAT THEY ARE SULFIDE BODIES.

ALL FOUR SHOULD BE DRILLED.

RECOMMENDATIONS

1. EACH CONDUCTOR SHOULD BE DRILLED.
2. FURTHER GEOPHYSICAL WORK SHOULD BE DONE ON THE ICE OF THE MATTAGAMI RIVER.

COST ESTIMATE

2000 FEET DIAMOND DRILLING @ \$ 4.00 .. \$8,000

SUPERVISION, TRANSPORTATION, ETC. 2,000

GEOPHYSICAL WORK 1,000

TOTAL = \$11,000

Ross Kidd

JANUARY 18TH, 1965
TORONTO, ONTARIO

Ross Kidd
MINING ENGINEER

CERTIFICATE

This is to certify that I, Ross Kidd, residing at 15 Lynwood Avenue, Toronto, Ontario, am:

1. A Mining Engineer having business address at 15 Lynwood Avenue, Toronto, Ont.

2. A graduate of the University of Toronto in Mining Engineering, 1949.

and that:

3. I have no interest, directly or indirectly, nor do I expect to receive any interest, directly or indirectly, in the property or securities of Jonsmith Mines Limited.

Dated this 2nd day of February, 1965, at Timmins, Ontario,

Ross Kidd

Ross Kidd, P. Eng.

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Thomson Kernaghan & Co. Ltd.) 365 Bay St. Thomson Kernaghan & Co.) Toronto. 1,076,368 A.E. Osler Co. Ltd. 590,650 Doherty, Roadhouse & McQuaig Bros. Ltd. 335 Bay St. Toronto. 305,131 James Richardson & Sons 173 Portage Ave. Winnipeg. 272,950 Ross, Knowles & Co. Ltd. 105 Adelaide St.W. Toronto. 203,706 Thomson Kernaghan & Co. Ltd. hold for the account of E.C. Macleod 100,000 shares - the Company has no knowledge as to the beneficial ownership of shares registered in the names of the other shareholders mentioned above.																											
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	E.C. Macleod, 85 Lawrence Crescent, Toronto, acting together with such proxies as might be solicited by the management would in all probability be able to materially affect control of the Company.																											
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table border="1"> <thead> <tr> <th style="text-align: left;">Shares</th> <th style="text-align: right;">Cost or Book Value</th> <th style="text-align: right;">Market Value</th> </tr> </thead> <tbody> <tr> <td>92,000 Dunvegan Mines Limited</td> <td style="text-align: right;">\$9,200.84</td> <td style="text-align: right;">\$2,300.00</td> </tr> <tr> <td>34,191 Ego Mines Limited</td> <td style="text-align: right;">1.00</td> <td style="text-align: right;">7,522.00</td> </tr> <tr> <td>113,887 Kenlew Mines Limited</td> <td style="text-align: right;">8,750.00</td> <td style="text-align: right;">---</td> </tr> <tr> <td>6,500 Maralgo Mines Limited</td> <td style="text-align: right;">4,294.49</td> <td style="text-align: right;">715.00</td> </tr> <tr> <td>1,314,600 New Dominion Nickel Mines Limited</td> <td style="text-align: right;">1.00</td> <td style="text-align: right;">---</td> </tr> <tr> <td>100,000 Sporran Mines Limited</td> <td style="text-align: right;">15,150.00</td> <td style="text-align: right;">---</td> </tr> <tr> <td>41,136 Valhalla Mines Limited</td> <td style="text-align: right;">2,200.00</td> <td style="text-align: right;">---</td> </tr> <tr> <td>\$4,000.00 Dominion of Canada, 3 1/2%, June 1/76 Bonds</td> <td style="text-align: right;">4,015.00</td> <td style="text-align: right;">3,435.00</td> </tr> </tbody> </table>	Shares	Cost or Book Value	Market Value	92,000 Dunvegan Mines Limited	\$9,200.84	\$2,300.00	34,191 Ego Mines Limited	1.00	7,522.00	113,887 Kenlew Mines Limited	8,750.00	---	6,500 Maralgo Mines Limited	4,294.49	715.00	1,314,600 New Dominion Nickel Mines Limited	1.00	---	100,000 Sporran Mines Limited	15,150.00	---	41,136 Valhalla Mines Limited	2,200.00	---	\$4,000.00 Dominion of Canada, 3 1/2%, June 1/76 Bonds	4,015.00	3,435.00
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18. Brief statement of any lawsuits pending or in process against company or its properties.	None																											
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None																											
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The shares of the Company are in the course of primary distribution. There are no other material facts.																											

CERTIFICATE OF THE COMPANY

DATED January 19, 1965

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

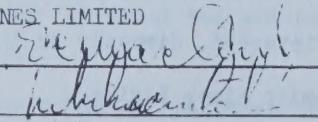
JONSMITH MINES LIMITED

"E.C. MacLeod"

President

CORPORATE
SEAL

"W.M. Macintosh" Secretary-Treasurer



CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

A.E. OSLER COMPANY LIMITED

"R.C. Lauber" Vice-President

"S.G. Sharpe" Vice-President

